

DECLARATION AND POWER OF ATTORNEY

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name:

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled ALKYNYL CONTAINING HYDROXAMIC ACID COMPOUNDS AS MATRIX METALLOPROTEINASE AND TACE INHIBITORS, the specification of which

(check one) _____ is attached hereto.

_____ was filed on January 27, 2000 as
Application Serial No. 09/492,977
and was amended on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Priority Claimed
Yes No

NONE
(Number) (Country) (Day/Month/Year Filed)

I hereby claim the benefit under Title 35, United States Code, Section 119(e) of any United States Provisional Application(s) for Patent listed below:

60/160,085 01/27/99 which was converted from U.S. Patent Application No.
(Provisional Appln. No.) (Filing Date) 09/239,088, filed January 27, 1999, pursuant to a
petition filed under 37 C.F.R. 1.53(c)(2)(I).

(Provisional Appln. No.) (Filing Date)

I hereby claim the benefit under Title 35, United States Code, Section 120 of any United States Application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, Section 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, Section 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

<u>09/239,088</u> (Application Serial No.)	<u>01/27/99</u> (Filing Date)	<u>Abandoned</u> (Status - Patented, pending, abandoned)
<u> </u> (Application Serial No.)	<u> </u> (Filing Date)	<u> </u> (Status - Patented, pending, abandoned)

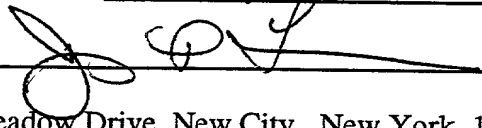
I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

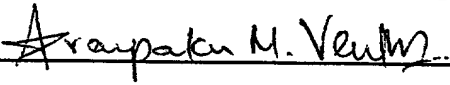
I hereby appoint the following attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Egon E. Berg, Reg. No. 21,117; of One Campus Drive, Parsippany, New Jersey, 07054; Rebecca R. Barrett, Reg. No. 35,152; Steven R. Eck, Reg. No. 36,126; Arnold S. Milowsky, Reg. No. 35,288; Michael R. Nagy, Reg. No. 33,432; George Tarnowski, Reg. No. 27,472; all of P.O. Box 8299, Philadelphia, Pennsylvania, 19101; and Daniel B. Moran, Reg. No. 41,204 of 401 N. Middletown Road, Pearl River, New York, 10965.

Address all telephone calls to Rebecca R. Barrett at
telephone number (610) 902-2646.

Address all correspondence to Egon E. Berg, American Home Products Corporation, Patent Law Department - 2B, One Campus Drive, Parsippany, New Jersey, 07054.

Full name of sole or first inventor Jeremy I. Levin
Inventor's signature  2/24/00
Residence 19 Long Meadow Drive, New City, New York 10956 Date
Citizenship United States of America
Post Office Address Same as residence

Full name of second joint inventor, if any Aranapakam M. Venkatesan
Inventor's signature  Feb 24th, 2000
Residence 97-07 63rd Road #9K, Rego Park, New York 11374 Date
Citizenship United States of America
Post Office Address Same as Residence

Full name of third joint inventor, if any Derek C. Cole

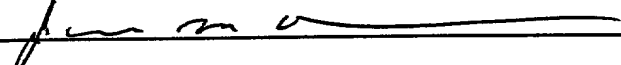
Inventor's signature  2-24-00
Date

Residence 4 Rheinlander Lane, New City, New York 10956

Citizenship Ireland

Post Office Address Same as Residence

Full name of fourth joint inventor, if any James M. Chen

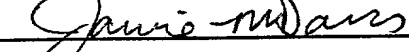
Inventor's signature  2-3-2000
Date

Residence 7 Sargent David Stoddard Court, New Jersey 08550

Citizenship United States of America

Post Office Address Same as Residence

Full name of fifth joint inventor, if any Jamie M. Davis

Inventor's signature  2/24/00
Date

Residence 10 High Avenue, Nyack, New York 10960

Citizenship United States of America

Post Office Address Same as Residence

Full name of sixth joint inventor, if any George T. Grosu

Inventor's signature  2/24/00
Date

Residence 117 Prospect Place, Pearl River, New York 10965

Citizenship United States of America

Post Office Address Same as Residence